
**Board Meeting
October 8, 2020
Final/Approved minutes**

The Virginia Board of Accountancy met on Thursday, October 8, 2020, in Board Room #2 of the Perimeter Center, 9960 Mayland Drive, Henrico, Virginia 23233.

MEMBERS PRESENT: D. Brian Carson, CPA, CGMA, Chair
W. Barclay Bradshaw, CPA
William R. Brown, CPA
Wendy P. Lewis, CPA

**MEMBERS APPEARING
VIRTUALLY:** Laurie A. Warwick, CPA, Vice Chair
Nadia A. Rogers, CPA
Jay Bernas

**LEGAL COUNSEL
APPEARING
VIRTUALLY:** James Flaherty, Assistant Attorney General,
Office of the Attorney General

STAFF PRESENT: Nancy Glynn, CPA, Executive Director
Renai Reinholtz, Deputy Director
Amanda E. M. Blount, Enforcement Director
Kelli Anderson, Communications Manager
Patti Hambright, CPE Coordinator and Administrative Assistant
Elizabeth Marcello, Information and Policy Advisor
Elaina Johnson, CAI contractor for VBOA

**STAFF PRESENT FOR
A PORTION OF THE
MEETING:** Nicole Reynolds, Licensing and Operations Support

**MEMBERS OF THE
PUBLIC PRESENT:** Stephanie Peters, CAE, President and CEO, Virginia Society of Certified
Public Accountants
Emily Walker, CAE, Vice President, Advocacy, Virginia Society of
Certified Public Accountants

CALL TO ORDER

Mr. Carson called the meeting to order at 10 a.m.

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DETERMINATION OF QUORUM

Mr. Carson determined there was a quorum present.

SECURITY BRIEFING

Ms. Hambright provided the emergency evacuation procedures.

APPROVAL OF AGENDA

Upon a motion by Mr. Brown, and duly seconded, the members voted unanimously to approve the October 8, 2020, agenda, as presented.

CALL FOR VOTE:

D. Brian Carson, CPA, CGMA – Aye
Laurie A. Warwick, CPA – Aye
Jay Bernas – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Wendy P. Lewis, CPA – Aye
Nadia A. Rogers, CPA – Aye

VOTE:

Ayes: Seven (7)
Nays: None

APPROVAL OF MINUTES

Upon a motion by Mr. Bradshaw, and duly seconded, the members voted to approve the August 18, 2020, Board meeting minutes, as presented.

CALL FOR VOTE:

D. Brian Carson, CPA, CGMA – Aye
Laurie A. Warwick, CPA – Aye
Jay Bernas – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Wendy P. Lewis, CPA – Aye

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Nadia A. Rogers, CPA – Aye

VOTE:

Ayes: Seven (7)

Nays: None

PUBLIC COMMENT PERIOD

Ms. Peters announced the launch of the VSCPA Diversity, Equity and Inclusion Advisory Council. She noted Ms. Lewis serves on the 19-member council. The first meeting was held on September 22, 2020. The council is committed to diversity, equity and inclusion in the CPA profession.

Ms. Peters announced that the VSCPA will host a free student virtual career showcase on October 29, 2020. The showcase will answer questions about becoming a CPA.

Regarding the CPA Evolution Initiative, Ms. Peters noted colleges and universities needed to get prepared for the upcoming changes. The AICPA has created a hub to help prepare colleges and universities.

Ms. Peters noted the evaluations received by the VSCPA regarding the 2020 Virginia-Specific Ethics Course continued to be between 4.5 and 4.7 out of 5.

Ms. Peters also noted the VSCPA was working on 2021 ethics courses.

COMMITTEE UPDATES

NASBA Communications Committee

Mr. Carson noted there had been a regional call last week. The call had covered topics including CPA Evolution and UAA Model Rules.

NASBA Enforcement Resources Committee

Mr. Brown noted there were no updates for the NASBA Enforcement Resources Committee at this time.

General NASBA updates

Ms. Rogers is serving as co-chair of the AICPA's Information Systems and Controls Task Force whose charge is to oversee, advise, and assist with the development of a high-level model curricula with learning objectives for the Information Systems and Controls discipline that complements the new CPA Evolution

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licensure model. She reinforced the need for colleges and universities to prepare for the CPA Evolution Initiative as well as how the efforts of the Task Force and others will be helpful.

Ms. Glynn reminded the Board of the virtual NASBA Annual Meeting to be held November 2-4. Ms. Glynn will provide Board members with the registration link.

Ms. Glynn stated NASBA had received few comments regarding the Education Model Rule exposure draft. She noted it would be finalized soon.

Ms. Glynn noted the CPA Evolution Initiative was moving forward. She stated the required managerial accounting course would be replaced with a technology course.

Ms. Glynn noted NASBA is working with state boards to understand and adopt remote CPA exam testing. Board members are invited to attend the webinar.

Ms. Glynn noted the NASBA CPE Audit Service continued to present many challenges.

EXECUTIVE DIRECTOR'S REPORT

General updates

Ms. Glynn introduced Nicole Reynolds as the VBOA's Licensing and Operations Support. She noted the office is staffed daily. Additional staff members are in the office at least a few days a week. There has been an increase in CPA license reinstatement and Inactive applications over the past two months, in addition to many new CPA exam applications.

Ms. Glynn noted due to scheduling and other COVID-related hindrances non-CPE IFF (Informal Fact Finding) hearings have been limited.

Ms. Glynn noted the challenges with the NASBA CPE Audit Service reduced the efficiency of the CPE audit process. The September audit pool had been selected and another 150 to 175 would be selected for the October CPE audit pool. A thorough discussion ensued.

Ms. Glynn noted the Ethics Committee had met again in September to review and discuss the 2021 ethics draft video. Ms. Anderson has been busy working on the ethics video.

Ms. Glynn noted the PROC (Peer Review Oversight Committee) would meet in November.

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Ms. Glynn stated that over the past two months the VBOA had completed the DHRM Workforce Planning Assessment tool, the Continuity of Operations plan, the Biennial report and the completion of the SWaM plan. The Biennial report will be distributed to the Board soon.

Ms. Anderson has sent out the VBOA customer satisfaction survey to more than 4,500 CPA exam candidates and CPA licensees.

MLO upgrade progress

Ms. Glynn provided an update to the Board regarding the licensing software upgrade and the move to a hosted environment. The anticipated go live date for the system will be the weekend of October 23, 2020. The VBOA's online systems will be taken down early Friday morning with the anticipation of having the system up and running by noon on Monday, October 26, 2020.

Ms. Glynn noted once the licensing and examination system has been implemented, the focus will be on enforcement. She noted the upgraded system will have a document storage library.

Financial and Board Report update

Ms. Reinholtz presented and fielded questions regarding the August 2020 Financial and Board Report. For the benefit of new Board members, Ms. Reinholtz explained the operating fund and trust fund functionality.

Enforcement update

Ms. Blount led the discussion regarding the enforcement update. She provided handouts, which included the Status of Open Cases as of September 30, 2020, and the Enforcement Report. She reiterated there had been fewer IFF hearings due to COVID and due to licensees signing the offered Consent Orders. Ms. Blount noted the licensee CPE deficiency rate to be 8%. Ms. Blount fielded questions.

Regulatory update

Ms. Marcello led the discussion regarding regulatory updates. She noted the VBOA regulatory revisions were awaiting final approval.

BOARD DISCUSSION TOPICS

2021 Ethics course update

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- **Video presentation**
Ms. Anderson presented the approximate 12-minute VBOA Segment draft ethics video. The Board provided comments. Ms. Glynn and Ms. Anderson fielded questions.
- **Process and timeline**
Ms. Marcello led the discussion regarding the 2021 ethics course timeline. She noted communication had been sent out to previous and current ethics course providers in Virginia. The anticipated official application form for ethics providers will be available on the VBOA website in November. Ms. Marcello fielded questions.
- **Deliverables**
Ms. Glynn led the discussion regarding delivery methods for the 2021 ethics course. She fielded questions.

Modification to the Delegations of Authority, Administrative Policy and Procedure, for certain criminal convictions

Ms. Marcello led the discussion regarding the Delegations of Authority, Administrative Policy and Procedure Policy. After a thorough discussion, the Board agreed to revisit the topic at the December Board meeting.

Five-year forecast and licensing trends

Ms. Reinholtz presented and fielded questions regarding the five-year forecast and licensing trends. She presented three years of actual data and the projection for the following five years. Discussion ensued.

Enforcement update (continued)

Ms. Blount provided information regarding File #2018-470-415C. The Board agreed to move the discussion to closed session.

RECESS FOR LUNCH 12:45 p.m.

RECONVENE 1:15 p.m.

ADDITIONAL ITEMS FOR DISCUSSION

- Sign Conflict of Interest forms
- Sign Travel Expense vouchers

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FUTURE MEETING DATES

- December 1, 2020
 - February 4, 2021
 - April 22, 2021
 - May 27, 2021
 - June 24, 2021
 - August 31, 2021
-

Begin closed meeting

Upon a motion by Ms. Warwick, and duly seconded, the members approved by unanimous vote the meeting be recessed and the Virginia Board of Accountancy convene a closed meeting under the Virginia Freedom of Information Act to a matter lawfully exempted from open meeting requirements under the ‘Legal advice regarding specific legal matters’ exemption contained in Virginia Code §2.2-3711 (A)(8).

The following non-members will be in attendance for a portion of the closed meeting to reasonably aid in the consideration of this topic: Nancy Glynn, Amanda Blount and James Flaherty (Mr. Flaherty is participating virtually).

CALL FOR VOTE:

D. Brian Carson, CPA, CGMA – Aye
Laurie A. Warwick, CPA – Aye
Jay Bernas – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Wendy P. Lewis, CPA – Aye
Nadia A. Rogers, CPA – Aye

VOTE:

Ayes: Seven (7)
Nays: None

End closed meeting

Upon a motion by Ms. Warwick, and duly seconded, the Virginia Board of Accountancy convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and WHEREAS, § 2.2-3712 (D) of the Code of

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Virginia requires a certification by this Board that such closed meeting was conducted in conformity with Virginia law; NOW THEREFORE, BE IT RESOLVED, that the VBOA hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia laws were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the VBOA.

CALL FOR VOTE:

D. Brian Carson, CPA, CGMA – Aye
Laurie A. Warwick, CPA – Abstain
Jay Bernas – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Wendy P. Lewis, CPA – Aye
Nadia A. Rogers, CPA – Aye

VOTE:

Ayes: Six (6)
Abstain: One (1)
Nays: None

The following action was taken as a result of the closed session:

Case #2019-176-014U (Blount, Glynn, Warwick and Winters)

Ms. Blount, Ms. Glynn, and Ms. Winters were not present and did not participate in the closed discussion. Ms. Warwick did not participate in the closed discussion.

Upon a motion by Mr. Bradshaw, and duly seconded, members voted to accept the presiding officer's recommendation except for paragraphs two, three and four of the presiding officer's recommendation.

CALL FOR VOTE:

D. Brian Carson, CPA, CGMA – Aye
Laurie A. Warwick, CPA – Abstain
Jay Bernas – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye

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Wendy P. Lewis, CPA – Aye
Nadia A. Rogers, CPA – Aye

VOTE:

Ayes: Six (6)
Abstain: One (1)
Nays: None

Begin closed meeting

Upon a motion by Ms. Warwick, and duly seconded, the members approved by unanimous vote the meeting be recessed and the Virginia Board of Accountancy convene a closed meeting under the Virginia Freedom of Information Act to discuss and consider a personnel matter relating to the Board of Accountancy Staff, a matter lawfully exempted from open meeting requirements under the “Personnel matters” exemption contained in Virginia Code § 2.2-3711(A)(1).

CALL FOR VOTE:

D. Brian Carson, CPA, CGMA – Aye
Laurie A. Warwick, CPA – Aye
Jay Bernas – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Wendy P. Lewis, CPA – Aye
Nadia A. Rogers, CPA – Aye

VOTE:

Ayes: Seven (7)
Nays: None

End closed meeting

Upon a motion by Ms. Warwick, and duly seconded, the Virginia Board of Accountancy has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and WHEREAS, § 2.2-3712.A of the Code of Virginia requires a certification by this Board that such closed meeting was conducted in conformity with Virginia law; NOW THEREFORE, BE IT RESOLVED, that the VBOA hereby certifies that, to the best of each member’s knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia laws were discussed in the closed meeting to which this certification resolution

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applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the VBOA.

CALL FOR VOTE:

D. Brian Carson, CPA, CGMA – Aye
Laurie A. Warwick, CPA – Aye
Jay Bernas – Aye
W. Barclay Bradshaw, CPA – Aye
William R. Brown, CPA – Aye
Wendy P. Lewis, CPA – Aye
Nadia A. Rogers, CPA – Aye

VOTE:

Ayes: Seven (7)
Nays: None

ADJOURNMENT

There being no further business before the VBOA, Mr. Carson adjourned the meeting at 3 p.m.

APPROVED:

D. Brian Carson, CPA, CGMA, Chair

COPY TESTE:

Nancy Glynn, CPA, Executive Director